

Fill in this information to identify the case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name St. Charles Memory Care, LLC
2. All other names debtor used in the last 8 years aka Autumn Leaves of St. Charles; aka Autumn Leaves
- Include any assumed names, trade names and *doing business as* names
3. Debtor's federal Employer Identification Number (EIN) 4 5 - 3 4 8 0 5 7 0
4. Debtor's address
- | Principal place of business | Mailing address, if different from principal place of business |
|-----------------------------|---|
| <u>1900 Enchanted Way</u> | _____ |
| Number Street | Number Street |
| <u>Suite 200</u> | _____ |
| | P.O. Box |
| _____ | _____ |
| <u>Grapevine TX 76051</u> | _____ |
| City State ZIP Code | City State ZIP Code |
| <u>Tarrant</u> | Location of principal assets, if different from principal place of business |
| County | <u>10 N. Peck Rd.</u> |
| | Number Street |
| | _____ |
| | <u>St. Charles IL 60175</u> |
| | City State ZIP Code |
5. Debtor's website (URL) https://autumnleaves.com/communities/charles
6. Type of debtor
- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

Debtor **St. Charles Memory Care, LLC**

Case number (if known) _____

7. Describe debtor's business

A. Check one:

- ☒ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☐ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>

6 2 3 3

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11.

Check all that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, AND IT CHOOSES TO PROCEED UNDER SUBCHAPTER V OF CHAPTER 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy Under Chapter 11 (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- ☐ Chapter 12

Debtor St. Charles Memory Care, LLC Case number (if known) _____

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?
- ☒ No
- ☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY
- District _____ When _____ Case number _____
MM / DD / YYYY
- District _____ When _____ Case number _____
MM / DD / YYYY
- If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☒ No
- ☐ Yes. Debtor _____ Relationship _____
District _____ When _____
Case number, if known _____ MM / DD / YYYY
- Debtor _____ Relationship _____
District _____ When _____
Case number, if known _____ MM / DD / YYYY
- List all cases. If more than 1, attach a separate list.

11. Why is the case filed in this district?
- Check all that apply:
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State _____ ZIP Code _____

Is the property insured?

- ☐ No
- ☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Debtor **St. Charles Memory Care, LLC**

Case number (if known) _____

Statistical and administrative information

- 13. Debtor's estimation of available funds** *Check one:*
☒ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.
- 14. Estimated number of creditors**
☒ 1-49 ☐ 1,000-5,000 ☐ 25,001-50,000
☐ 50-99 ☐ 5,001-10,000 ☐ 50,001-100,000
☐ 100-199 ☐ 10,001-25,000 ☐ More than 100,000
☐ 200-999
- 15. Estimated assets**
☐ \$0-\$50,000 ☒ \$1,000,001-\$10 million ☐ \$500,000,001-\$1 billion
☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
☐ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion
- 16. Estimated liabilities**
☐ \$0-\$50,000 ☐ \$1,000,001-\$10 million ☐ \$500,000,001-\$1 billion
☐ \$50,001-\$100,000 ☒ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
☐ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

- 17. Declaration and signature of authorized representative of debtor**
- ☒ The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
 - ☒ I have been authorized to file this petition on behalf of the debtor.
 - ☒ I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 01/27/2023
MM / DD / YYYY

X /s/ Tracy Bazzell

Signature of authorized representative of debtor

Tracy Bazzell

Printed name

Agent

Title

Debtor St. Charles Memory Care, LLC Case number (if known) _____

18. Signature of attorney **X** /s/ Joyce W. Lindauer Date 01/27/2023
Signature of attorney for debtor MM / DD / YYYY

Joyce W. Lindauer
Printed name

Joyce Lindauer
Firm name

Joyce W. Lindauer Attorney, PLLC
Number Street

1412 Main Street, Suite 500

Dallas TX 75202
City State ZIP Code

(972) 503-4033 joyce@joycelindauer.com
Contact phone Email address

21555700 TX
Bar number State

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

IN RE: **St. Charles Memory Care, LLC**

CASE NO

CHAPTER **11**

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 1/27/2023

Signature /s/ Tracy Bazzell
Tracy Bazzell
Agent

Date _____

Signature _____

A & G Glass
501 West Roosevelt Road
West Chicago, IL 60185

A Place for Mom, Inc.
PO Box 913241
Denver, CO 80291-3241

ActivityConnection.com LLC
818 SW Third Ave #222
Portland, OR 97204

Alere Toxicology
Box 734598
Chicago, IL 60673-4598

All Out Graphics LLC
702 Elm Street
Waller, TX 77484

Amerisource Funding Assignee for
PO Box 4738
Houston, TX 77210-4738

Ascentium Capital LLC
P.O.Box 301593
Dallas, TX 75303-1593

Atlas Refrigeration, Inc.
720 Heartland Dr, Unit N
Sugar Grove, IL 60554

Attorney General of Texas
Bankruptcy Div
PO Box 12548
Austin, TX 78711-2548

BMO Harris
115 S. LaSalle St. 4W
Chicago, IL 60603

Caring, LLC
P.O. Box 7689
San Francisco, CA 94120-7689

Comptroller of Public Accts
Revenue Acctg Div Bankruptcy Sec
PO Box 13528
Austin, TX 78711

CSC Service Works / Coinmach
P.O. Box 27288
New York, NY 10087-7288

Daily Herald
PO Box 7695
Carol Stream, IL 60197

FedEx
P.O. Box 660481
Dallas, TX 75266-0481

Freedom Painting
722 Fulton St
Aurora, IL 60505

Hopkins Grease Co.
P. O. Box 7722
Lake in the Hills, IL 60156

Huck Bouma, PC
1755 S Naperville Rd, Suite 200
Wheaton, IL 60189

Illinois Department of Public Health

Illustratus
8455 Lenexa Drive
Lenexa, KS 66214

Inner Security Systems, Inc
418 Treasure Drive
Oswego, IL 60543

Internal Revenue Service
Mail Code DAL-5020
1100 Commerce Street
Dallas, Texas 75242

Internal Revenue Service
Centralized Insolvency Operations
PO Box 7346
Philadelphia, PA 19101-7346

J&M Family Management
1900 Enchanted Way
Suite 200
Grapevine, TX 76051

Kane County Treasurer
PO Box 4025
Geneva, IL 60134

LawnBoyZ Landscaping Inc
902 S Randall Road Suite C305
St Charles, IL 60174

Medline Industries, Inc.
Dept 1080
PO Box 121080
Dallas, TX 75312-1080

On Shift, Inc.
PO Box 207856
Dallas, TX 75320-7856

Physicians Immediate Care
P.O. Box 8798
Carol Stream, IL 60197-8798

PMA Insurance Group
PO Box 824870
Philadelphia, PA 19182-4870

ReachLocal Inc.
Attn: Kelly Barker
6111 Plano Parkway, Suite 1000
Plano, TX 75093

Realpage Inc.
PO Box 11407
Birmingham, AL 35246-5575

Recognition USA
P. O. Box 831514
Richardson, TX 75083-1514

Rentokil Steritech
PO Box 13848
Reading, PA 19612

Roadrunner Recycling, Inc.
PO Box 6011
Hermitage, PA 16148

Ron Terrelli
10 N Peck
St. Charles, IL 60175

Ryan, LLC
PO Box 848351
Dallas, TX 75284-8351

Sherwin Williams
PO Box 840943
Dallas, TX 75284-0943

St. Charles MC JM IM, LLC
1900 Enchanged Way, Suite 200
Grapevine, TX 76051

St. Charles MC MM, LLC
1900 Enchanged Way, Suite 200
Grapevine, TX 76051

Swanson Martin & Bell LLP
330 North Wabash Suite 3300
Chicago, IL 60611

The LaSalle Group, Inc.
1900 Enchanted Way
Suite 200
Grapevine, TX 76051

Total Nurses Network
7026 West North Ave
Chicago, IL 60707-4336

U. S. Trustee's Office
1100 Commerce Street
Room 976
Dallas, TX 75242

US Attny. General
10th and Constitution Ave., NW
Main Justice Bldg. Rm. 5111
Washington, DC 20530

US Foods, Inc.
Fish License #17108
P.O. Box 843202
Dallas, TX 75284-3202

Valley Fire Protections Services, LLC
555 S Kirk Road, Unit C
St Charles, IL 60174

William Hasselbring
115 Highview Drive
Yorkville, IL 60560